



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila



COMPANY REG. NO.: C200001272

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Amended Articles of Incorporation of the

**GALLAGHER INSURANCE BROKERS
(PHILIPPINES), INC.**

doing business under the name and style of GALLAGHER
(Change of Corporate Name, Decrease in the number of the Board and Deletion of
Provision)

copy annexed, adopted on May 16, 2025 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, this 30th day of July, Two Thousand Twenty-Five.




DANIEL P. GABUYO
Assistant Director
Company Registration and Monitoring Department



Securities and
Exchange
Commission
PHILIPPINES

SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209

electronic Official Receipt

Transaction Details

eOR Number	20250714-PM-0089661-76
Transaction Number	20250714121212800110170312590908452
Payment Date	July 14, 2025 02:36 PM
Payment Scheme	gcash
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20250714-13118431
PAF Date	2025-07-14 14:10:29
Payor Name	PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC.
Payor Address	2/F CENTRO ,AXIMO II BLDG., D. JAKO SALEM COR. RANUNDO ST., CEBU CITY (CAPITAL) CEBU

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Name Verification	4020199099(678)	1,200.00
3	Legal Research Fee (A0823)	2020105000(131)	10.00
4	Documentary Stamp Tax	4010401000(4010401)	30.00
TOTAL			2,240.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



Marie Denise G. Africa <dgafrica@salvadorlaw.com>

eAMEND - For Submission of Hard Copies (TRN-R052025-SECGFJQQRYDBK)

no-reply@sec.gov.ph <no-reply@sec.gov.ph>
To: dgafrica@salvadorlaw.com

Mon, Jul 14, 2025 at 2:39 PM

REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Headquarters - Main Office

ELECTRONIC APPLICATION FOR MODIFICATION OF ENTITY DATA

Greetings Marie Denise,

Congratulations! Your amendment application is now complete.

Please be informed that the original certificate of amendment shall be released only upon presentation and submission of the originally signed and notarized hard copies presented to the selected processing office anytime within thirty (30) calendar days from the date of your payment.

Important Note: You may submit your printed hard copies from 10:00 am to 6:00 pm at SEC Robinsons Galleria Satellite Office located at the 4th Floor, Robinsons Galleria, Ortigas Avenue, Ortigas Center, Quezon City.

For inquiries, you may directly forward your concerns to the CRMD Public Assistance (crmd_publicassistance@sec.gov.ph).

Reference No.	TRN-R052025-SECGFJQQRYDBK
Filer	AFRICA, MARIE DENISE
SEC Registration No.	C200001272
Company Name	PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC.
Date of Company Registration	29-Nov-2000
Date of Application Submission	16-May-2025
Subject of Amendment	1. Increase / Decrease in the number of the Board 2. Addition and/or Deletion of New Provisions in the Existing Articles of Incorporation 3. Change of Corporate Name
Application Status	FOR SUBMISSION OF HARD COPIES
Destination	AFRICA, MARIE DENISE

[Visit the eAMEND Portal](#)

This is a system-generated message. Please do not reply directly to this email.

COVER SHEET

for Applications at

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment of Articles of Incorporation

SEC Registration Number

C 2 0 0 0 0 1 2 7 2

Former Company Name

PHILPACIFIC INSURANCE BROKERS
& MANAGERS, INC.

AMENDED TO:
New Company Name

GALLAGHER INSURANCE BROKERS
(PHILIPPINES), INC.

Principal Office (No./Street/Barangay/City/Town)Province)

2ND FLOOR CENTRO MAXIMO II
BLDG. D. JAKO SALEM COR. RANUDO ST.
BRGY. COGON RAMOS CEBU CITY

Company Email Address

COMPANY INFORMATION
Company's Telephone Number/s

Mobile Number

CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

MARIE DENISE G. AFRICA

Email Address

dgafrica@salvadorlaw.com

Telephone Number/s

8811-2500

Mobile Number

09178910958

Contact Person's Address

1706-1711 Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Corporate and Partnership Registration Division

Green Lane Unit

Financial Analysis and Audit Division

Licensing Unit

Compliance Monitoring Division

**DIRECTORS' CERTIFICATE
OF THE
AMENDMENT OF THE
AMENDED ARTICLES OF INCORPORATION**



OF

PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being the Chairman, Secretary, and at least a majority of the members of the Board of Directors of **PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC.** (the "Corporation"), do hereby certify that the accompanying Amended Articles of Incorporation of the Corporation, embodying the following amendments:



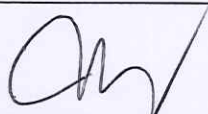
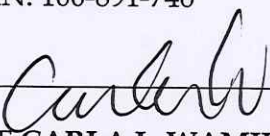


- (a) Changing the corporate name and trade name from "PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC. doing business under the name and style of PHILINSURE" to "GALLAGHER INSURANCE BROKERS (PHILIPPINES), INC. doing business under the name and style of GALLAGHER" under the First Article of the Amended Articles of Incorporation;
- (b) Reducing the number of seats in the Corporation's Board of Directors from thirteen (13) to eight (8) under the Sixth Article of the Amended Articles of Incorporation; and
- (c) Removing and deleting the Tenth Article of the Corporation's Amended Articles of Incorporation, and re-numbering the Eleventh Article to Tenth Article;

were approved by at least a majority of the Board of Directors and by the affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the issued and outstanding capital stock of the Corporation at separate meetings held for that purpose both held on May 16, 2025 at the principal office of the Corporation.

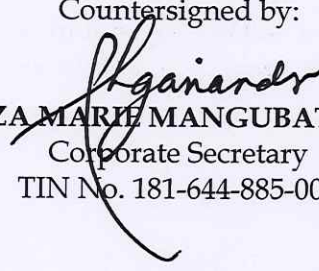
(Signature page follows)

IN WITNESS WHEREOF, the undersigned Directors, Chair, and Secretary of the stockholders' meetings have hereunto set their hands this JUN 18 2025 at

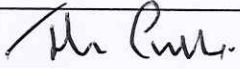
~~CITY OF MAKATI~~

 OSCAR H. CHUA Chairman / Director TIN: 104-626-457	JOHN S. CULLIS Director TIN: 673-394-273-000
 GORDON ALAN P. JOSEPH Director TIN: 100-891-746	 MICHAEL L. GALANG Director TIN: 202-705-894
 EMMALINE CARLA L. WAMILDA Director TIN: 186-619-144	 KAREN BATUNGBACAL Director TIN: 101-839-085-000
 JACQUELINE P. WENCESLAO Director TIN: 101-607-488	JOHN V. ALCORDO Director TIN: 123-292-073-000

Countersigned by:


ATTY. RIZZA MARIE MANGUBAT GARIANDO
Corporate Secretary
TIN No. 181-644-885-000

IN WITNESS WHEREOF, the undersigned Directors, Chair, and Secretary of the stockholders' meetings have hereunto set their hands this JUL 11 2025 at MAKATI CITY.

OSCAR H. CHUA Chairman / Director TIN: 104-626-457	 JOHN S. CULLIS Director TIN: 673-394-273-000
GORDON ALAN P. JOSEPH Director TIN: 100-891-746	MICHAEL L. GALANG Director TIN: 202-705-894
EMMALINE CARLA L. WAMILDA Director TIN: 186-619-144	KAREN BATUNGBACAL Director TIN: 101-839-085-00
JACQUELINE P. WENCESLAO Director TIN: 101-607-488	JOHN V. ALCORDO Director TIN: 123-292-073-000

Countersigned by:

ATTY. RIZZA MARIE MANGUBAT GARIANDO
Corporate Secretary
TIN No. 181-644-885-000

REPUBLIC OF THE PHILIPPINES)
) S.S.

SUBSCRIBED AND SWORN to before me this JUN 18 2025 at
CITY OF MAKATI, affiants exhibiting to me the following identifications bearing their
photograph and signature:

Name	Competent Evidence of Identity	Date/Place Issued
Atty. Rizza Marie Mangubat Gariando	UMID CRN No. 0006-1499357-4	
Gordon Alan P. Joseph	Passport No. P6036542A	
Oscar H. Chua	DL No. G01-72038733	
Emmaline Carla L. Wamilda	Passport No. P9488827A	
Jacqueline P. Wenceslao	Passport No. P6202120A	
John Storrs Cullis	Passport No. GBR124167370	
Michael L. Galang	Passport No. P0164720C	
Karen Batungbacal	Passport No. P9522363A	
John V. Alcordo	Driver's License No. G01-86-057838	

Doc. No. 411
Page No. 87
Book No. 124
Series of 2025.

ATTY. JOSHUA P. LAPUZ
Notary Public Makati City
Until Dec. 31, 2025
Appointment No. M-016-(2024-2025)
PTR No. 10466007 Jan. 2, 2025 / Makati
IBP Lifetime No. 04897 Roll No. 45790
MCLE Compliance No. VIII-0025286
Valid until April 14, 2028
G/F Fedman Bldg., 199 Salcedo St.
Legaspi Village, Makati City


REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SUBSCRIBED AND SWORN to before me this JUL 11 2025 at
MAKATI CITY, affiants exhibiting to me the following identifications bearing their
photograph and signature:

Name	Competent Evidence of Identity	Date/Place Issued
John Storrs Cullis	Passport No. GBR124167370	ISSUED 9/1/22 VALID UNTIL 9/1/32 HMPO UK

Doc. No. 576;
Page No. 125;
Book No. 1;
Series of 2025.




COURTNEY ALLISON P. TIROL
Notary Public for Makati
Appointment No. M-269 until December 31, 2025
Roll of Attorneys No. 87649
PTR No. 10475799/Makati City/01-09-25
IBP No. 499729/Makati City Chapter/01-06-2025
MCLE Compliance No. VIII -0030013/04-25-2025
Salvador Llanillo & Mijares, Attorneys-at-Law,
17th Floor Tower One & Exchange Plaza Ayala Triangle,
Ayala Avenue Makati City, Metro Manila, Philippines

**AMENDED
ARTICLES OF INCORPORATION
OF
GALLAGHER INSURANCE BROKERS (PHILIPPINES), INC.
(Doing Business Under the Name and Style of "GALLAGHER")
Formerly: PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC. (Doing business
under the name and style of "PHILINSURE")¹**

KNOW ALL MEN BY THESE PRESENTS:

That We, all of legal age, a majority of whom are citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be:

**GALLAGHER INSURANCE BROKERS (PHILIPPINES), INC.
(Doing Business Under the Name and Style of "GALLAGHER")²**

SECOND: A. That the purposes for which the Corporation is formed are:

PRIMARY PURPOSE

To act as non-life and life insurance, health maintenance organization (HMO), and reinsurance brokers, consultants and advisors, and conduct all other related activities including, but not limited to, claims administration and consultancy, risk management, personal financial consulting and services, and doing such other related business as may be delegated to brokers and consultants by insurance companies and clients. (As amended on June 30, 2022)

SECONDARY PURPOSES

1. To acquire by purchase, lease or contract, as allowed by law, personal properties of every kind and description whatsoever which the Corporation may deem necessary or appropriate for the business in which the Corporation may lawfully engage; and to own, hold, operate, improve, develop, manage, grant, lease, sell exchange or otherwise dispose of the same, without however engaging in the retail business;

2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the Corporation or to issue, pursuant to law, shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the Corporation or for money borrowed in the prosecution of its lawful business;

3. To invest and deal with the money and properties of the Corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties, and goodwill of the Corporation or any part thereof for such consideration and under such terms it shall see fit to accept;

¹ As amended by the Board of Directors and stockholders at separate meetings held on May 16, 2025.

² As amended by the Board of Directors and stockholders at separate meetings held on May 16, 2025.

4. To enter into any lawful arrangement for sharing profits, union or interest, unitization or farmout agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation;

5. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the Corporation;

6. To establish or operate one or more branch offices or agencies and to carry on or all of its operations and business without any restrictions as to place or amount including the right to hold, or otherwise acquire, lease, pledge and convey or otherwise deal in and with real and personal properties anywhere within the Philippines; and,

7. To conduct and transact any and all lawful business, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise or any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection of this Corporation.

THIRD: That the place where the principal office of the corporation is to be established is at:

2nd Floor, Centro Maximo II Bldg., D. Jakosalem corner Ranudo Sts., Barangay Cogon, Ramos, Cebu City (as amended on June 30, 2015 and further amended on 23 May 2016)

FOURTH: That the term for which the corporation is to exist is fifty (50) years from and after the date of incorporation

FIFTH. That the name, nationalities, and residences of the incorporators of said Corporation are as follows:

NAME	NATIONALITY	RESIDENCE
Oscar Chua	Filipino	68 St. Michael Road, Banilad, Cebu City
Alexander Gaisano	Filipino	7 th St., Woolbright Drive, Beverly Hills, Lahug, Cebu City
Virginia Gaisano	Filipino	2 nd St. West, Beverly Hills, Lahug, Cebu City
Joseph Gaisano	Filipino	11 Sanson Road, Lahug, Cebu City
Jacqueline Perez Wenceslao	Filipino	4336 Forest Hills, Banawa, Cebu City
Lynnette L. Go	Filipino	986 Nasipit, Talamban, Cebu City

SIXTH. That the number of directors of said Corporation shall be eight (8) and that the names, nationalities, and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:³

NAME	NATIONALITY	RESIDENCE
Oscar Chua	Filipino	68 St. Michael Road, Banilad, Cebu City
Alexander Gaisano	Filipino	7 th St., Woolbright Drive, Beverly Hills, Lahug, Cebu City
Virginia Gaisano	Filipino	2 nd St. West, Beverly Hills, Lahug, Cebu City
Joseph Gaisano	Filipino	11 Sanson Road, Lahug, Cebu City
Joseph Yae	Filipino	15 Lorraine St., Parkway Vill., Quezon City

³ As amended by the Board of Directors and stockholders at separate meetings held on May 16, 2025.

Jacqueline Perez Wenceslao	Filipino	4336 Forest Hills, Banawa, Cebu City
John Gaisano Jr.	Filipino	108 Zenia Circle, Ladislawa Garden, Buhangin, Davao City
Lynnette L. Go	Filipino	986 Nasipit, Talamban, Cebu City
Jed Daclan	Filipino	682 Vel-Pal Phase 1, Pakigne, Minglanilla, Cebu
Danilo Pastoril	Filipino	13 Cancer St., GSIS Village, Matina, Davao City
Danilo Ortiz	Filipino	8 Canyon Road, Beverly Hills, Lahug, Cebu City

(As amended on May 23, 2016)

SEVENTH. (A) That the authorized capital stock of said corporation is **SIXTY MILLION PESOS (P60,000,000.00)** in lawful money of the Philippines, divided into Sixty Million (60,000,000) shares of stock with a par value of One Peso (P1.00) each share. (as amended on March 23, 2012)

(B) RESTRICTIONS

Shares of stock of the Corporation shall be subscribed, issued and transferred, and the rights in respect thereof shall be exercised, subject to the following conditions and restrictions:

(1) No issuance or transfer of shares of stock of the Corporation which would reduce the stock ownership of Philippine citizens or nationals to less than the minimum percentage of the outstanding capital stock required by any applicable provisions of the Constitution, statute or regulation to be owned by Philippine citizens or nationals shall be made or effected by, or shall be recorded in the books of, the Corporation.

(2) Dividends shall be payable on the basis of, and in proportion to, capital stock subscription. No stock certificate may be issued in respect of any subscription until the full amount of stock subscription has been fully paid. But in no case shall dividends be declared that will impair the capitalization of the Corporation.

(3) Each holder of stock shall be entitled to preemptive right as to all issues, whether such issues are to be made out of present authorized capital stock or out of a proposed increase of authorized capital stock or from treasury. Such preemptive right shall be deemed to extend to shares issued for property, for services or in payment of indebtedness, to securities convertible into any shares of stock and to options to purchase any such share on any such convertible security. (As amended on May 23, 2016)

Nos. 4 to 9 and B No. 1 to 8-deleted (As amended on May 23, 2016)

EIGHTH. That the amount of said capital stock which has been actually subscribed is **FOUR MILLION (4,000,000.00)** common shares or **FOUR MILLION PESOS (P4,000,000.00)** and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

NAME	NATIONALITY	#OF SHARES SUBSCRIBED	AMOUNT SUBSCRIBED
Simon Lori Holdings, Inc.	Filipino	799,999	799,999.00
Oscar Chua	Filipino	1	1.00
Lynnette L. Go	Filipino	799,999	799,999.00
Danilo Ortiz	Filipino	1	1.00
JHG Trading, Inc.	Filipino	479,999	479,999.00
John Gaisano, Jr.	Filipino	1	1.00
Danilo Pastoril	Filipino	1	1.00
Virginia Gaisano	Filipino	1	1.00
Jed Daclan	Filipino	1	1.00

WGI Gaisano Group, Inc.	Filipino	479,999	479,999.00
Joseph Gaisano	Filipino	1	1.00
Platinum Holdings, Inc.	Filipino	479,999	479,999.00
Joseph Yae	Filipino	1	1.00
Alexander Gaisano	Filipino	479,999	479,999.00
Jacqueline Perez Wenceslao	Filipino	1	1.00
Dynasty Mngt. & Dev. Corp	Filipino	479,997	479,997.00
TOTAL		4,000,000	4,000,000.00

NINTH. That the following persons have paid on the shares of capital stock for which they have subscribed the amount set out after their respective names:

NAME	AMOUNT PAID-UP
Simon Lori Holdings, Inc	199,999.00
Oscar Chua	1.00
Lynnette L. Go	199,999.00
Danilo Ortiz	1.00
JGH Trading, Inc.	199,999.00
John Gaisano, Jr.	1.00
Danilo Pastoril	1.00
Virginia Gaisano	1.00
Jed Daclan	1.00
WGI Gaisano Group, Inc.	199,999.00
Joseph Gaisano	1.00
Platinum Holdings, Inc.	199,997.00
Dynasty Mngt. & Dev. Corp.	199,999.00
Joseph Yae	1.00
Alexander Gaisano	199,999.00
Jacqueline Perez Wenceslao	1.00
TOTAL	1,000,000.00

TENTH. That Oscar Chua has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected and shall have qualified in accordance with the by-laws; and that as such Treasurer, he has been authorized to receive for the Corporation, and to issue in its name, receipts for all subscriptions paid in by the subscribers. (As amended on May 23, 2016)⁴

IN WITNESS WHEREOF, we have hereunto set our hands this 1st day of August 2000 at Cebu City, Philippines.

(SGD.) OSCAR CHUA
TIN #: 104-626-457

(SGD.) ALEXANDER GAISANO
TIN#: 108-438-163

(SGD.) VIRGINIA GAISANO
TIN #: 112-649-735

(SGD.) JOSEPH GAISANO
TIN#: 108-473-011

⁴ As amended by the Board of Directors and stockholders at separate meetings held on May 16, 2025.

(SGD.) JACQUELINE P. WENCESLAO
TIN#: 101-607-488

(SGD.) LYNNETTE L. GO
TIN#: 201-221-313

Signed in the presence of:

(SGD.) IRENE FAYE TERO

(SGD.) ILLEGIBLE

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CITY OF CEBU) S.S.

BEFORE ME, a Notary Public in and for the cities and Province of Cebu this 1st day of August 2000, personally appeared the following with their Community Tax Certificates ("CTC"):

NAME	CTC NOS.	DATE/PLACE ISSUED
Oscar Chua	02857318	01.03.2000 Cebu City
Alexander Gaisano	05808885	01.21.2000 Cebu City
Virginia Gaisano	05748893	01.11.2000 Cebu City
Joseph Gaisano	05773722	02.07.2000 Cebu City
Jacqueline Perez Wenceslao	05853476	02.16.2000 Cebu City
Lynnette L. Go	05735380	01.04.2000 Cebu City

all known to me and to me known to be the same persons who executed and signed the foregoing instrument and who acknowledged to me that the same is their own free and voluntary act and deed.

This instrument refers to Articles of Incorporation consisting of Nine (9) pages signed by the parties and their instrumental witnesses.

WITNESS MY HAND AND NOTARIAL SEAL on the date and at the place first hereinabove written.

(SGD.) VINCENT E. TOMANENG
NOTARY PUBLIC
UNTIL DECEMBER 31, 2000
PTR NO. 312070
ISSUED ON 1-6-2000 CEBU CITY
TIN 102-089-035

Doc. No. 241;
Page No. 49;
Book No. VII;
Series of 2000.



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue, Manila



ENDORSEMENT

30 June 2025

Respectfully endorsed to the Securities and Exchange Commission, SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, the attached amended Articles of Incorporation of **PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC. doing business under the name and style of "PHILINSURE"**, with office address at 2nd Floor, Centro Maximo II Bldg., D. Jakosalem corner Ranudo Sts., Barangay Cogon, Ramos, Cebu City, with the advise that this Commission has no objection to the amendments in Article I, Article VI, Article X and Article XI thereof.

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

Further, the company is directed to:

- a) Submit a copy of the Certification of Filing of the Amended Articles of Incorporation issued by the SEC within five (5) days from the approval thereof;
- b) Notify all your clients of the change of corporate name through letter to be sent by registered mail to their respective addresses on record.
- c) Publish a notice of change of name once a week for two (2) consecutive weeks in at least two (2) newspapers of general circulation observing the requirements provided under Circular Letter (CL) No. 2016-34.


REYNALDO A. REGALADO
Insurance Commissioner



Attachment: As stated.

MR. GORDON ALLAN P. JOSEPH
President & CEO
PHILPACIFIC INSURANCE BROKERS
& MANAGERS, INC. doing business
under the name and style of PHILINSURE
2nd Floor, Centro Maximo II Bldg.,
D. Jakosalem corner Ranudo Sts.,
Barangay Cogon, Ramos,
Cebu City

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, RIZZA MARIE MANGUBAT GARIANDO, legal age, a Filipino, and resident of First St., Guadalupe Heights Village, Guadalupe, Cebu City, after having been sworn to in accordance with law hereby depose and state that:

1. I am the duly elected and qualified Corporate Secretary of PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC. (Doing Business Under the Name and Style of "PHILINSURE"), a corporation duly registered with the Commission and in good standing, with principal office at 2nd Floor, Centro Maximo II Bldg., D. Jakosalem corner Ranudo Sts. Barangay Cogon Ramos, Cebu City.
2. To the best of my knowledge, from the date of approval of the amendment/s by the Board of Directors and Stockholders of the Corporation at separate meetings held for that purpose both held on May 16, 2025, up to the date of filing of the application for amendment of Articles of Incorporation with the Commission, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or any claim by any person or group against the Board of Directors, individual director, and/or major corporate officer/s of the Corporation as its duly elected and/or appointed director/trustee or officer or vice versa.

IN WITNESS WHEREOF, I hereby signed this JUL 10 2025 at MAKATI CITY

RIZZA MARIE MANGUBAT GARIANDO
Corporate Secretary

SUBSCRIBED AND SWORN TO before me, JUL 10 2025 at MAKATI CITY, affiant exhibiting to me her UMID CRN No. 0006-1499357-4.

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COURTNEY ALLISON P. TIROL

Notary Public for Makati

Appointment No. M-269 until December 31, 2025

Roll of Attorneys No. 87649

PTR No. 10475799/Makati City/01-09-25

IBP No. 499729/Makati City Chapter/01-06-2025

MCLE Compliance No. VIII-0030013/04-25-2025

Salvador Lianillo & Mijares, Attorneys-at-Law,
17th Floor Tower One & Exchange Plaza Ayala Triangle,
Ayala Avenue Makati City, Metro Manila, Philippines

Republic of the Philippines)
CEBU CITY) s.s.

UNDERTAKING TO CHANGE NAME
(For Amendment of Corporate Name)

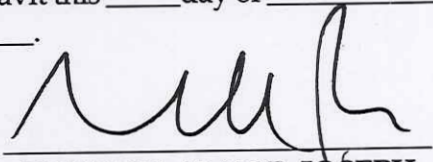
I, **GORDON ALAN P. JOSEPH**, legal age, Filipino, and with office address at 2nd Floor, Centro Maximo II Bldg., cor. D. Jakosalem & V. Ranudo Sts., Cebu City, Philippines, after having been sworn to in accordance with law hereby depose and state the following:

I am a Director of PHILPACIFIC INSURANCE BROKERS & MANAGERS, INC. doing business under the name and style of PHILINSURE (the "Corporation") which is in the process of amending its corporate name with the Securities and Exchange Commission to "GALLAGHER INSURANCE BROKERS (PHILIPPINES), INC. doing business under the name and style of GALLAGHER".

I, in behalf of said corporation, hereby undertake to change its corporate name as herein provided, or as amended thereafter, immediately upon receipt of notice or directive from the Commission that another corporation, partnership, or person has acquired a prior right to the use of such, that the name has been declared not distinguishable from a name already registered or reserved to the use of another corporation or that it is contrary to law, public morals, good customs or public policy.

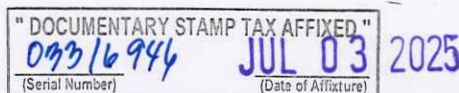
This affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.


IN WITNESS WHEREOF, I hereby signed this affidavit this JUL 03 2025 day of CEBU CITY 2025 at CEBU CITY.


GORDON ALAN P. JOSEPH
TIN: 100-891-746

SUBSCRIBED AND SWORN to before me this JUL 03 2025 day of CEBU CITY 2025 at CEBU CITY by the above-named person who exhibited to me his Philippine Passport No. P7319198C issued on June 19, 2024 and valid until June 18, 2034, issued ad DFA Cebu bearing his photograph and signature.

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Series of 2025.




ATTY. MENELEE DANE J. SEVILLA
NOTARY PUBLIC FOR THE CITY OF CEBU
NOTARIAL COMMISSION NO. 069-22 UNTIL 12-31-2025
Roll of Attorneys No. 82889
PTR No. 2735721; 12/05/2024 (For 2025) Cebu City
IBP OR No. 494283/ Jan. 2, 2025 / Cebu City
MCLE Compliance No. VIII-0007822, valid until April 14, 2028
Unit 2, 2nd Flr., Mango Park Hotel Compound,
Gen. Maxilom Avenue, Cebu City | meneleedane@gmail.com